

2106971A

CANCELLATION OF MEMORANDUM OF OPTION AGREEMENT

WITNESSETH:

WHEREAS, the parties are desirous of canceling same.

NOW THEREFORE, GPPI, LLC, by and through its authorized member, and SCD #1, LLC, by and through its authorized member, do hereby mutually agree to terminate and cancel said Memorandum of Option Agreement recorded in Book 113, Page 180, Chancery Clerk's Office, DeSoto County, Mississippi, and do hereby direct the Chancery Clerk of DeSoto County, Mississippi to make the appropriate notation on the face of said agreement.

WITNESS THE SIGNATURES OF THE DULY AUTHORIZED OFFICIALS, this the 24th day of July, 2007.

BY: Robert M. Bailey
ROBERT M. BAILEY, President

SCD #1, LLC

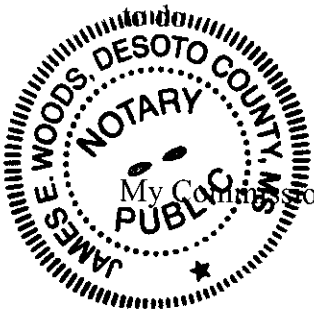
BY: BRADLEY D. SMITH, Chief Manager

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⑧ Chicago File

STATE OF MISSISSIPPI
COUNTY OF DESOTO

Personally appeared before me, the undersigned authority in and for the said county and state, on this 24 day of July, 2007, within my jurisdiction, the within named ROBERT M. BAILEY, who acknowledged that he is President of EBI, Inc., a Mississippi Corporation, and Managing Member of GPHI, LLC, a Mississippi Limited Liability Company, and that for and on behalf of said corporation as managing member of said limited liability company, and as the act and deed of said corporation as managing member of said limited liability company, and as the act and deed of said limited liability company, he executed the above and foregoing instrument after first having been duly authorized by said corporation and said limited liability company so



My Commission Expires: 7-19-11

James E. Woods
NOTARY PUBLIC

STATE OF _____
COUNTY OF _____

Personally appeared before me, the undersigned authority in and for the said county and state, on this _____ day of July, 2007, within my jurisdiction, the within named BRADLEY D. SMITH, who acknowledged that he is Chief Manager of SCD #1, LLC, a Mississippi Limited Liability Company, and that for and on behalf of said limited liability company, and as its act and deed, he executed the above and foregoing instrument after first having been duly authorized by said limited liability company so to do.

NOTARY PUBLIC

My Commission Expires: _____

PREPARED BY AND RETURN TO:
JAMES E. WOODS
WATKINS LUDLAM WINTER & STENNIS, P.A.
P. O. Box 1456
Olive Branch, MS 38654
(662) 895-2996

CANCELLATION OF MEMORANDUM OF OPTION AGREEMENT

THIS AGREEMENT, entered into by and between GPHI, LLC, hereinafter referred to as "GPHI", and SCD #1, hereinafter referred to as "SCD".

WITNESSETH:

WHEREAS, GPHI and SCD entered into a Memorandum of Option Agreement dated March 7, 2006 and recorded in Power of Attorney and Contract Book 113, Page 180, Chancery Clerk's Office, DeSoto County, Mississippi, and

WHEREAS, the parties are desirous of canceling same.

NOW THEREFORE, GPHI, LLC, by and through its authorized member, and SCD #1, LLC, by and through its authorized member, do hereby mutually agree to terminate and cancel said Memorandum of Option Agreement recorded in Book 113, Page 180, Chancery Clerk's Office, DeSoto County, Mississippi, and do hereby direct the Chancery Clerk of DeSoto County, Mississippi to make the appropriate notation on the face of said agreement.

WITNESS THE SIGNATURES OF THE DULY AUTHORIZED OFFICIALS, this the _____ day of July, 2007.

GPHI, LLC
BY: EBI, Inc., Managing Member

BY: _____
ROBERT M. BAILEY, President

SCD #1, LLC

BY:  _____
BRADLEY D. SMITH, Chief Manager

STATE OF MISSISSIPPI
COUNTY OF DESOTO

Personally appeared before me, the undersigned authority in and for the said county and state, on this _____ day of July, 2007, within my jurisdiction, the within named ROBERT M. BAILEY, who acknowledged that he is President of EBI, Inc., a Mississippi Corporation, and Managing Member of GPHI, LLC, a Mississippi Limited Liability Company, and that for and on behalf of said corporation as managing member of said limited liability company, and as the act and deed of said corporation as managing member of said limited liability company, and as the act and deed of said limited liability company, he executed the above and foregoing instrument after first having been duly authorized by said corporation and said limited liability company so to do.

NOTARY PUBLIC

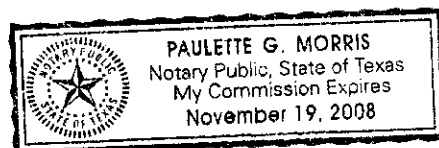
My Commission Expires: _____

STATE OF Texas
COUNTY OF Williamson

Personally appeared before me, the undersigned authority in and for the said county and state, on this _____ day of July, 2007, within my jurisdiction, the within named BRADLEY D. SMITH, who acknowledged that he is Chief Manager of SCD #1, LLC, a Mississippi Limited Liability Company, and that for and on behalf of said limited liability company, and as its act and deed, he executed the above and foregoing instrument after first having been duly authorized by said limited liability company so to do.

Paulette G. Morris
NOTARY PUBLIC

My Commission Expires: 11/19/08



PREPARED BY AND RETURN TO:
JAMES E. WOODS
WATKINS LUDLAM WINTER & STENNIS, P.A.
P. O. Box 1456
Olive Branch, MS 38654
(662) 895-2996